

RECORDATION NO. 26151-B FILED

OCT 12 '11 -1 21 PM

**OSTER RESEARCHING SERVICES**

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**SURFACE TRANSPORTATION BOARD**

October 12, 2011

Chief, Section of Administration  
Office of Proceedings  
Surface Transportation Board  
395 E. Street, SW  
Washington, D C 20423

Dear Section Chief

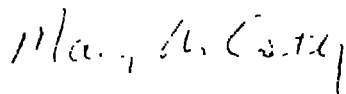
Enclosed for recording with the Surface Transportation Board are one original and one counterpart of the document described below to be recorded pursuant to Section 11301 of Title 49 of the U S Code

Release of Memorandum of Lease dated 10/10/11

Lessor	Data Sales Co., Inc 3450 West Burnsville Parkway Burnsville, MN 55337
Lessee	Progressive Rail Corporation, as Assignee of Steelwheels, LLC 21778 Highview Avenue Lakeville, MN 55044
Equipment	6, 100-ton 52' Boxcars PRG 2682, 2723, 2726, 2731, 2680, 2736

Please record this agreement as a secondary document to STB Recordation #26151 The filing fee of \$41 is enclosed Thank you

Sincerely,



Mary Ann Oster  
Research Consultant

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SURFACE TRANSPORTATION BOARD

October 10, 2011

Doug Whitley  
Progressive Rail Corporation  
As Assignee of Lease to Steelwheels LLC  
21778 Highview Ave.  
Lakeville, MN 55044

**RE: Release of Memorandum of Lease - Surface Transportation Board  
Recordation No. 26151 Filed January 25, 2006**

THIS Release of Memorandum of Lease - Surface Transportation Board Recordation No. 26151 Filed January 25, 2006 is entered into by and between Data Sales Co., Inc., a Minnesota Corporation ("Lessor") and Progressive Rail Corporation, a Minnesota corporation ("Lessee") effective September 23, 2011.

1. In consideration of payment in full from Lessee to Lessor, plus any applicable taxes and freight, or other fees, of \$144,500.00 (the "purchase price"), Lessor shall release the rail cars identified on the Exhibit A attached hereto and made part hereof, from the Memorandum of Lease filed with the Surface Transit Board on January 25, 2006 attached as Exhibit B hereto and made part hereof
2. Lessor's obligation to perform hereunder shall be contingent upon receipt of the full Purchase Price. With respect thereto: (check one):

☒ A. Lessor hereby acknowledges receipt of the full Purchase Price of \$144,500.00 by Wire Transfer from Lessee on 9/30/11.

☐ B. The full Purchase price shall be paid by Lessee and received by Lessor no later than September 30, 2011. In the event that the Lessor does not receive the full Purchase Price within such period, this Memorandum of Lease - Surface Transportation Board Recordation No. 26151 Filed January 25, 2006 shall be null and void.

Upon receipt of the full Purchase Price, Lessor shall release, assign, convey, deliver and otherwise transfer to Lessee all of Lessor's rights, title, and interest in and to the Equipment.

This Release of Memorandum of Lease - Surface Transportation Board Recordation No. 26151 Filed January 25, 2006, may be executed in two or more counterparts, each of which shall be deemed an original, but all of which shall constitute one and the same document.

3. This Release of Memorandum of Lease - Surface Transportation Board Recordation No. 26151 Filed January 25, 2006, shall be governed by the laws of the State of Minnesota, exclusive of its conflict of law provisions.

LESSEE  
Progressive Rail Corporation

(as to Section 2(b) if checked)

*Douglas E. Hunter*  
By: *Douglas E. Hunter*  
It's *CFO*

LESSOR

DATA SALES CO., INC.

*Paul C. Breckner*  
By: Paul C. Breckner  
It's CEO and President

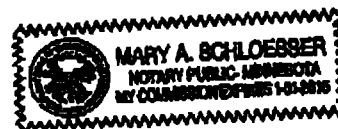
STATE OF *mn* )  
COUNTY OF *Sakota* ) ss.

Executed before me by Paul C. Breckner on  
this 10th day of October, 2011 .

*Mary A. Schloesser*  
Notary Public

Commission Expires:

*1-31-2015*



**EXHIBIT A****6 Rail Car Identities**

Six (6) used railcars as further described below

	<u>Car Initial</u>	<u>Car Number</u>	<u>Car Type</u>
1	PRG	2682	100 Ton, 62 foot RBL Boxcar
2	PRG	2723	100 Ton, 62 foot RBL Boxcar
3	PRG	2726	100 Ton, 62 foot RBL Boxcar
4	PRG	2731	100 Ton, 62 foot RBL Boxcar
5	PRG	2680	100 Ton, 62 foot RBL Boxcar
6	PRG	2736	100 Ton, 62 foot RBL Boxcar